

CHATGPT-4 Robert's Rules – replace appointee not covered in bylaws

Does Robert's Rules of Order cover urgent replacement of appointed positions when the normal selection procedure does not cover resignations in the company's by-laws? Please outline the steps to proceed with the new appointment.

ChatGPT said:

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Yes, **Robert's Rules of Order** provides guidelines for situations where there is an urgent need to replace an appointed position, especially when the company's by-laws or existing rules don't explicitly address resignations or urgent replacements. While specific provisions for this can vary depending on the organization's rules and structure, here's a general outline of steps you can follow based on **Robert's Rules of Order** and common parliamentary practices:

1. Determine the Need for Replacement

- Confirm that the appointed position is vacant (e.g., through resignation, removal, or any other circumstance).
- If no procedure exists for an urgent replacement in your by-laws, **Robert's Rules** can be used to guide the process.

2. Review the By-Laws and Governing Documents

- Even if the normal selection procedure isn't applicable, your organization's by-laws or charter may still provide a general framework for filling vacancies.
- Look for any clauses about how vacancies in appointed positions should be handled (e.g., whether the board or another body has the authority to make temporary or emergency appointments).

3. Call a Meeting (if necessary)

- If a meeting of the relevant body (e.g., the board, executive committee, or assembly) is required to address the vacancy, **call a special meeting** following the appropriate procedure (e.g., with notice to members or participants).
- For urgent situations, a meeting may be called with short notice if it is consistent with your organization's rules.

4. Nomination or Appointment Process

- **Robert's Rules of Order** suggests that in the case of a vacancy, especially in the absence of specific by-law provisions, the body responsible (often the board or a similar governing entity) has the authority to make an interim or emergency appointment. This can be done through **nominations from the floor** or via a pre-determined selection process, depending on your organization's procedure.
- **Nomination:** A member of the body can nominate someone to fill the position. Nominations can be made from the floor during a meeting. If it's an urgent situation, the body can act quickly.

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- **Appointment:** Once a nominee is proposed, the body can **vote** on the appointment. If your organization follows **simple majority rules**, the nominee who receives the most votes is appointed.

5. Interim Appointment (if applicable)

- If the position is urgent and a permanent selection process cannot be done immediately, the body may appoint someone on an **interim basis** until the normal selection procedure can be followed.
- The interim appointee may serve temporarily, with the understanding that a more permanent replacement will be selected when feasible.

6. Confirm the Appointment

- Once a decision is made, **announce the new appointment**. Record the appointment in the meeting minutes, and make sure to document it as part of your organization's official records.
- If applicable, notify the appointed individual and ensure they are informed of their duties and responsibilities.

7. Follow-Up

- After the new appointment, ensure that the organization's bylaws or policies are reviewed (if needed) to avoid ambiguity in the future.
- If the appointment is temporary, ensure there is a follow-up plan for a permanent appointment as per your by-laws or rules.

Summary of Steps:

1. **Assess the vacancy:** Confirm that the position is indeed vacant and urgent.
2. **Review by-laws:** Check if any procedures for vacancy replacement are specified.
3. **Call a meeting:** Organize a meeting (special or regular) to address the vacancy.
4. **Nominate/apply:** Nominate and vote on a replacement or interim appointment.
5. **Announce appointment:** Confirm and announce the new appointment.
6. **Document and follow up:** Record the appointment and follow up with permanent procedures if necessary.

Final Consideration:

If your by-laws are unclear or silent on the procedure for urgent replacements, **Robert's Rules of Order** provides flexibility. Typically, the assembly or governing body has the authority to act and fill a vacancy when the need arises, even without detailed procedures outlined. Always ensure that any emergency actions or interim appointments are confirmed in subsequent meetings or follow-up actions as needed.

If this situation arises frequently, consider amending your by-laws to include a clear process for handling such urgent vacancies in the future.